

EXHIBIT 44

1 UNITED STATES OF AMERICA

2 COMMODITY FUTURES TRADING COMMISSION

3 -----X

4 In Re:

5 GEMINI TRUST COMPANY, LLC

6 and other related entities

7 -----X

8 Zoom Videoconference

9 December 9, 2021

10 9:43 a.m.

11 CONTINUED DEPOSITION of CAMERON

12 WINKLEVOSS, the Witness herein, taken by the

13 Commodity Futures Trading Commission,

14 pursuant to Subpoena, dated November 1, 2021

15 held at the above-noted time and place,

16 before a Notary Public of the State of New

17 York.

A P P E A R A N C E S:

COMMODITY FUTURES TRADING COMMISSION

Division of Enforcement

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A L S O P R E S E N T:

Dmitry Zvonkov, Videographer

1 C. Winklevoss
2 maybe try and, you know, understand the
3 request and whether we thought that it made
4 sense or was even a real concern. I believe
5 we concluded it wasn't a concern, it never
6 happened and it wasn't a thing. It is
7 definitely not self-trading.

8 Q As of November 7, 2017, did
9 Gemini have self-cross prevention between
10 books?

11 A As I stated on the record, our
12 books had self-trade prevention as we have
13 stated to you many times. As we stated to
14 the CFTC, there were no self trades on
15 auction, there was not self-trading in the
16 continuous book. We had prevention in May of
17 2017 for the auction, in, I believe, March
18 of 2017 in our continuous books. Those
19 statements are true and the folding
20 phenomena, which we discussed, we concluded
21 it is not a self-trade and it did not
22 happen, it is a hypothetical.

23 Q From November 7, 2017, why were
24 you referring to self-cross prevention
25 between books?

1 C. Winklevoss
2 this statement in multiple documents, you
3 talked about the policies and procedures
4 manual. I'm asking about the meaning that's
5 reflected in Exhibit 14, is it any different
6 than what you discussed earlier with respect
7 to Exhibit 7?

8 A I'm not sure that it is, but if
9 you don't believe -- if you believe that
10 it's in a different document and it's
11 actually not referring to that sentence,
12 then we can certainly discuss that, but I
13 believe you've asked about that sentence as
14 it relates to the "Cost of Capital"
15 paragraph and I believe I have answered it.

16 Q You can set aside Exhibit 14.
17 What is Pearl Street?

18 A It is a Delaware LLC and I
19 believe that I'm one of the beneficial
20 owners and it was set up and I think, during
21 the period of probably 2016, 2017, it made
22 several bitcoin and Ethereum loans.

23 Q You mentioned that you were a
24 beneficial owner. Are there any other
25 beneficial owners?

1 C. Winklevoss

2 A I think my brother Tyler is.

3 Q Does Pearl Street have any
4 employees?

5 A I don't believe it does.

6 Q I believe you said Pearl Street
7 is an LLC; is that right?

8 A That's correct.

9 Q Does the LLC have a manager?

10 A I assume it does. I'm likely a
11 manager, I'm not entirely sure.

12 Q Does Pearl Street have any other
13 manager?

14 A If there's another manager, it
15 would be Tyler.

16 Q You mentioned that Pearl Street
17 made bitcoin and Ethereum loans; is that
18 right?

19 A That's correct.

20 Q Were you responsible in whole or
21 in part for Pearl Street's funding
22 decisions?

23 A I was.

24 Q Was anyone else responsible in
25 whole or in part for Pearl Street's

1 C. Winklevoss

2 funding's decisions?

3 A Tyler may have been, but I
4 believe that I primarily was involved in
5 negotiating the loan terms and agreements.

6 Q Were you responsible in whole or
7 in part for Pearl Street moving digital
8 assets to loan recipients?

9 A I believe that I did all the
10 loan transfers related to Pearl Street.

11 Q Did you have control over the
12 management of Pearl Street's business?

13 A I believe I was a controlling
14 owner of the -- I am a controlling owner of
15 the LLC.

16 Q Are there any other controlling
17 owners of the LLC?

18 A The only other person would be
19 Tyler.

20 Q How was Pearl Street
21 capitalized?

22 A I believe that it was
23 capitalized with bitcoin that I owned.

24 Q Was there any other source of
25 Pearl Street capitalization other than the

1 C. Winklevoss

2 bitcoin that you own?

3 A The FCM that I own.

4 Q Does Pearl Street have any bank
5 accounts?

6 A I don't believe that it does.

7 Q Does Pearl Street have any
8 virtual currency accounts?

9 A I believe it has an account at
10 Gemini.

11 Q Does Pearl Street have virtual
12 currency accounts at any other bitcoin
13 exchange?

14 A I don't believe so.

15 Q What's the relationship between
16 Pearl Street and Gemini?

17 A There is no relationship.

18 Q You mentioned that Pearl Street
19 has an account at Gemini, right?

20 A There is no relationship in
21 terms of -- I mean, there's millions of
22 people that have accounts at Gemini. Is that
23 the type of relationship, like a customer
24 relationship that you are asking?

25 Q I'm asking about any

1 C. Winklevoss

2 Molidor leaving Gemini?

3 A I believe he was transitioning
4 out of Gemini.

5 Q When Sarah Olsen says, "How do
6 we want to handle handing off Shane's block
7 trading relationship," what is she referring
8 to?

9 A I believe he had relationships
10 with a number of customers and I think she's
11 describing the handoff.

12 Q And that relates to handing off
13 someone's responsibility when they are
14 leaving the company?

15 A I believe she's describing
16 taking over the relationships that Shane
17 managed.

18 Q At 11:17 a.m. you say, "There
19 are literally three to four OTC
20 relationships," what does "OTC
21 relationships" refer to?

22 A I believe those are customers
23 that operate over the counter trading desks.

24 Q And who is the three to four OTC
25 relationships that you were referring to?

1 C. Winklevoss

2 A They could refer to Circle or
3 Cumberland, I'm not entirely sure of all of
4 them, but I think that they -- Circle could
5 have been one of them.

6 Q Apart from Circle and
7 Cumberland, were there any other OTC
8 relationships that you were referring to?

9 A I'm not sure who else would be
10 characterized. I keep thinking back on who
11 also did OTC trading, BXT Opps may have done
12 that type of trading, B2C2 may have done
13 part of that trading or that type of
14 trading. And they also may have had their
15 own trading strategies, I'm not entirely
16 sure.

17 Q In this message at 11:17 a.m.
18 you say, "I know them all already." At the
19 time, did you know the three to four
20 relationships that you were referring to?

21 A I would imagine that I would if
22 I have said that.

23 Q And you say "I just didn't have
24 time to manage them myself," what were you
25 referring to?

1 C. Winklevoss

2 A To the best of my recollection,
3 I'm probably referring to the relationship
4 management. I may have known these firms and
5 at one point interacted with them at some
6 point, but at this point in the company, I
7 probably was somewhat removed from the
8 day-to-day relationships. So it looks like I
9 didn't have time to manage them.

10 Q And then you say, "Enter Shane,"
11 what does "Enter Shane" refer to?

12 A It might refer to the fact that
13 he was managing them.

14 Q Is it that you didn't have time
15 to manage these OTC's relationships so you
16 had Shane manage them?

17 A Well, naturally Shane, I
18 believe, did business development work.
19 These are the types of things he worked on
20 and I didn't manage them while he was
21 managing them.

22 Q Did you ask Shane to manage them
23 for you?

24 A I'm not sure. I think at this
25 point he was probably -- he was Ben Small's

1 C. Winklevoss
2 direct report, so Ben Small was probably
3 directing or supervising that. Clearly I
4 think from -- at this point I'm not managing
5 these relationships.

6 Q Even if Shane Molidor was Ben
7 Small's direct report, could you still ask
8 Shane to manage the relationships for you?

9 A I'm not entirely sure what you
10 are asking or getting at. At the time I
11 believe Shane had a number of customer
12 relationships, that's what he worked on and
13 I believe he reported into them.

14 Q So I'm asking about the
15 particular relationships that you didn't
16 have time to manage. So those relationships,
17 did you ask Shane to manage them?

18 A I'm not sure if I asked or Ben
19 asked or how that came about, but based on
20 this document, it sounds like Shane was
21 managing those relationships.

22 Q And do you recall around what
23 time you are referring to when you say you
24 didn't have time?

25 A I'm just going by words on the

1 C. Winklevoss

2 page. I guess as of August 20, 2017 I was
3 not managing those relationships.

4 Q And when did Shane enter?

5 A I really don't know. It's
6 possible he took over relationships from
7 Danny Kim when Danny Kim departed. I really
8 don't know.

9 Q When did Danny Kim depart?

10 A I believe he was at Gemini in
11 2016. I'm not sure when he departed.

12 Q At 11:23 a.m. you say,
13 "Understood, a number of them are using my
14 capital." What were you referring to when
15 you said, "a number of them are using my
16 capital"?

17 A That could be a reference to
18 some of these entities had borrowed loans
19 from Pearl Street.

20 Q And when you say, "using my
21 capital," were you referring to using loan
22 proceeds from Pearl Street?

23 A I believe I just answered that.

24 Q When you said "using my
25 capital," were you referring to using loan

1 C. Winklevoss

2 proceeds from Pearl Street?

3 A I believe I answered that two
4 questions before. Did you think I did not
5 answer that? You literally just asked me
6 that question.

7 Q So I asked a different question
8 twice, but you haven't given an answer.

9 A Okay. I guess I didn't
10 understand the difference between the
11 questions. So, sorry, what is the question?

12 Q When you were referring to
13 "using my capital," were you referring to
14 using loan proceeds from Pearl Street?

15 A As I stated before, I believe
16 that could be referring to Pearl Street
17 loans.

18 Q At 11:23 a.m. in that same line
19 you say, "which makes up a material amount
20 of their balance sheet." When you say
21 "balance sheet," what were you referring to?

22 A Could have been the coins they
23 were trading on -- I don't know, could be
24 related to crypto, tokens, I'm not really
25 sure I have a basis to know what was

1 C. Winklevoss

2 A I don't believe that I have seen
3 anything -- I don't think so. I'm happy to
4 look at a document or see if there is
5 something that might give us more
6 information.

7 Q In this document, Shane Molitor
8 says it was a quick operational advance so
9 they could cross themselves, do you have any
10 reason to think that they did not actually
11 cross themselves?

12 A I don't. I mean, I'm just
13 looking at the words on the page and taking
14 them as is.

15 Q And at this time, did Gemini
16 permit self-crossing in auctions?

17 A The self-trade prevention in
18 auctions was not present in December 27,
19 2016.

20 Q And at that time did Gemini
21 permit self-crossing in the auctions?

22 A I believe it was possible.

23 Q As a matter of policy, did
24 Gemini allow it to happen?

25 A I'm not sure we had a policy

1 C. Winklevoss

2 Q Have you, yourself, self-traded
3 in Gemini auction when trading for an
4 account in your name?

5 A I believe that in 2016 I placed
6 orders in the auction at different points in
7 time in an effort to help bootstrap
8 liquidity and I believe some of the orders
9 that I placed did cross if there weren't
10 other participants in the auction. So to
11 your answer question, I'm aware of some
12 self-crosses in the auction in orders that I
13 placed in 2016.

14 Q And for the auctions in which
15 you bootstrapped liquidity, did you view
16 those auction results as bona fide?

17 A I do. I believe the orders, they
18 had market risk and were economic orders.

19 Q Could you set that document
20 exhibit. Could you go through your pile and
21 pull out Exhibit 5 ? Exhibit 5 is email from
22 Nicole Gordon on August 25, 2017.

23 A Okay.

24 Q Could you turn to the page
25 ending 3222 and I draw your attention to

1 C. Winklevoss

2 surprised if that's what happened.

3 Q And do you have any recollection
4 of why you were giving top market makers ten
5 basis point rebates in November 2017?

6 A Very generally speaking, rebates
7 were part of our marketplace and part of our
8 auction and aimed at fostering liquidity and
9 health in the marketplace.

10 Q In November 2017, had Gemini
11 amended its fee schedule posted on this
12 website to eliminate rebates for auction
13 orders?

14 MR. BAUGHMAN: I'm sorry, could
15 you say it again? I just lost it.

16 MS. DE URIOSTE: I think he
17 understood the question.

18 MR. BAUGHMAN: I'm not debating
19 that, I just lost the question.

20 Q In November 2017, did Gemini
21 amend its fee schedule to eliminate the
22 rebate for auction orders?

23 A It's certainly possible. We
24 could go to the fees and see what the
25 schedule looked like, I'm happy to do that.